

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Obj. Deadline: March 27, 2023 at 4:00 p.m. ET

**THIRD MONTHLY FEE STATEMENT OF ALVAREZ & MARSAL NORTH
AMERICA, LLC AS FINANCIAL ADVISORS TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM JANUARY 1, 2023 THROUGH AND INCLUDING JANUARY 31, 2023**

Name of Applicant	Alvarez & Marsal North America, LLC
Authorized to Provide Professional Services to:	Debtors and Debtors-in-Possession
Date of Retention:	January 19, 2023 <i>nunc pro tunc</i> to November 11, 2022
Period for which compensation and reimbursement is sought:	January 1, 2023 through January 31, 2023
Amount of Compensation sought as actual, reasonable and necessary:	\$12,305,541.50
80% of Compensation sought as actual, reasonable and necessary:	\$9,844,433.20
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$224,018.84

This is a(n) **X** monthly ____ interim ____ final application. No prior application has been filed with respect to this Fee Period.

¹ The last four digits of FTX Trading Ltd.'s and Alameda Research LLC's tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

PRIOR MONTHLY FEE STATEMENTS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
2/7/23	11/11/22 – 11/30/22	\$6,278,871.00	\$180,774.72	pending	pending
2/14/23	12/1/22 – 12/31/22	\$9,280,388.50	\$226,211.22	pending	pending

**SUMMARY OF BILLING BY PROFESSIONAL
JANUARY 1, 2023 THROUGH AND INCLUDING JANUARY 31, 2023**

Timekeeper Name	Position	Hourly Rate	Total Hours Billed	Total Compensation
Stegenga, Jeffery	Managing Director	\$1,375	24.7	\$33,962.50
Cumberland, Brian	Managing Director	\$1,320	11.8	\$15,576.00
Coles, David	Managing Director	\$1,300	132.6	\$172,380.00
Mosley, Ed	Managing Director	\$1,250	255.1	\$318,875.00
Howe, Christopher	Managing Director	\$1,200	33.6	\$40,320.00
Kotarba, Steve	Managing Director	\$1,100	176.3	\$193,930.00
Lubczyk, Joachim	Managing Director	\$1,100	47.7	\$52,470.00
Jacobs, Kevin	Managing Director	\$1,100	36.7	\$40,370.00
Farsaci, Alessandro	Managing Director	\$1,100	13.6	\$14,960.00
Kotarba, Chris	Managing Director	\$1,100	11.8	\$12,980.00
Ryan, Laureen	Managing Director	\$1,075	136.2	\$146,415.00
Iwanski, Larry	Managing Director	\$1,075	37.0	\$39,775.00
Marshall, Jonathan	Managing Director	\$1,075	25.6	\$27,520.00
Arnett, Chris	Managing Director	\$1,050	233.7	\$245,385.00
Gordon, Robert	Managing Director	\$1,025	240.2	\$246,205.00
Atwood, Taylor	Managing Director	\$1,025	139.1	\$142,577.50
Grosvenor, Robert	Managing Director	\$1,000	4.0	\$4,000.00
Chambers, Henry	Managing Director	\$995	192.3	\$191,338.50
Lawson, Alex	Managing Director	\$875	7.3	\$6,387.50
Managing Director Total			1,759.3	\$1,945,427.00
Seaway, Bill	Senior Advisor	\$1,100	34.3	\$37,730.00
Senior Advisor Total			34.3	\$37,730.00
Casburn, Rob	Senior Director	\$1,045	60.9	\$63,640.50
Wilson, Sean	Senior Director	\$1,045	34.6	\$36,157.00
Ramanathan, Kumanan	Senior Director	\$950	325.6	\$309,320.00
Coverick, Steve	Senior Director	\$950	278.5	\$264,575.00
Ulyanenko, Andrey	Senior Director	\$950	67.9	\$64,505.00
Piechota, Robert	Senior Director	\$950	10.0	\$9,500.00
Kwan, Peter	Senior Director	\$900	302.5	\$272,250.00
Konig, Louis	Senior Director	\$900	292.9	\$263,610.00
Shanahan (GFD), Michael	Senior Director	\$900	270.1	\$243,090.00
Sequeira, Joseph	Senior Director	\$900	220.8	\$198,720.00
Johnson, Robert	Senior Director	\$900	200.8	\$180,720.00

Timekeeper Name	Position	Hourly Rate	Total Hours Billed	Total Compensation
Canale, Alex	Senior Director	\$900	179.7	\$161,730.00
Broskay, Cole	Senior Director	\$900	170.3	\$153,270.00
Dusendschon, Kora	Senior Director	\$900	89.7	\$80,730.00
Dudek, Kert	Senior Director	\$900	5.0	\$4,500.00
Cooper, James	Senior Director	\$875	254.7	\$222,862.50
Esposito, Rob	Senior Director	\$875	218.6	\$191,275.00
Callerio, Lorenzo	Senior Director	\$875	180.6	\$158,025.00
Evans, Charles	Senior Director	\$835	36.9	\$30,811.50
Senior Director Total			3,200.1	\$2,909,291.50
Walia, Gaurav	Director	\$825	356.9	\$294,442.50
Sullivan, Christopher	Director	\$825	71.2	\$58,740.00
Kearney, Kevin	Director	\$800	276.8	\$221,440.00
Glustein, Steven	Director	\$800	265.8	\$212,640.00
Lewandowski, Douglas	Director	\$800	184.4	\$147,520.00
Wilcke, Robert	Director	\$800	167.8	\$134,240.00
Balmelli, Gioele	Director	\$800	96.6	\$77,280.00
Lambert, Leslie	Director	\$750	303.0	\$227,250.00
Medway, David	Director	\$750	247.2	\$185,400.00
Baker, Kevin	Director	\$750	200.1	\$150,075.00
Radis, Cameron	Director	\$750	190.2	\$142,650.00
Lee, Julian	Director	\$750	168.5	\$126,375.00
Rodriguez, Mariah	Director	\$750	146.2	\$109,650.00
McGrath, Patrick	Director	\$750	142.7	\$107,025.00
Chamma, Leandro	Director	\$750	66.7	\$50,025.00
Peoples, Scott	Director	\$750	55.4	\$41,550.00
Bammert, Brett	Director	\$750	21.1	\$15,825.00
Dennison, Kim	Director	\$650	35.1	\$22,815.00
Gruneir, Ryan	Director	\$600	44.1	\$26,460.00
Director Total			3,039.8	\$2,351,402.50
Riabchuk, Pavlo	Senior Manager	\$750	19.7	\$14,775.00
Kaiser, Jan	Senior Manager	\$750	18.8	\$14,100.00
Ardizzoni, Heather	Manager	\$700	250.6	\$175,420.00
Su, Warren	Manager	\$700	28.1	\$19,670.00
Hernandez, Dylan	Manager	\$660	26.3	\$17,358.00
Hoffer, Emily	Manager	\$650	220.9	\$143,585.00
Sloan, Austin	Manager	\$650	218.3	\$141,895.00
Dawes, David	Manager	\$650	182.6	\$118,690.00
Avila, Ricardo Armando	Manager	\$650	132.9	\$86,385.00
Mimms, Samuel	Manager	\$650	127.0	\$82,550.00
Brown, Katie	Manager	\$650	30.0	\$19,500.00
Sivapalu, Anan	Manager	\$625	190.4	\$119,000.00
Willden, Alex	Manager	\$625	19.9	\$12,437.50
Lam, James	Manager	\$600	112.8	\$67,680.00

Timekeeper Name	Position	Hourly Rate	Total Hours Billed	Total Compensation
Grussing, Bernice	Operations Manager	\$325	11.8	\$3,835.00
Manager Total			1,590.1	\$1,036,880.50
DiNatale, Trevor	Senior Associate	\$700	261.8	\$183,260.00
Montague, Katie	Senior Associate	\$700	261.0	\$182,700.00
Zeiss, Mark	Senior Associate	\$700	149.8	\$104,860.00
Cox, Allison	Senior Associate	\$575	230.3	\$132,422.50
Helal, Aly	Senior Associate	\$575	158.8	\$91,310.00
Blanchard, Madison	Senior Associate	\$575	53.6	\$30,820.00
Hellinghausen, Matthew	Senior Associate	\$575	26.4	\$15,180.00
Guan, Ning	Senior Associate	\$575	18.1	\$10,407.50
Rajasekhar, Vinny	Senior Associate	\$530	49.5	\$26,235.00
Jackson, Max	Senior Associate	\$500	4.4	\$2,200.00
Senior Associate Total			1,213.7	\$779,395.00
Trent, Hudson	Associate	\$625	318.6	\$199,125.00
Taraba, Erik	Associate	\$600	367.6	\$220,560.00
Gonzalez, Johnny	Associate	\$600	354.6	\$212,760.00
Francis, Luke	Associate	\$600	227.7	\$136,620.00
Dameris, Elizabeth	Associate	\$600	4.5	\$2,700.00
Witherspoon, Samuel	Associate	\$575	39.1	\$22,482.50
Sigman, Claudia	Associate	\$550	228.7	\$125,785.00
Parker, Brandon	Associate	\$550	186.0	\$102,300.00
Lei, Katie	Associate	\$550	37.7	\$20,735.00
Chan, Jon	Associate	\$525	225.6	\$118,440.00
Sunkara, Manasa	Associate	\$525	197.0	\$103,425.00
Dobbs, Aaron	Associate	\$525	165.2	\$86,730.00
Ebrey, Mason	Associate	\$525	137.0	\$71,925.00
Price, Breanna	Associate	\$525	134.2	\$70,455.00
Heric, Andrew	Associate	\$525	121.8	\$63,945.00
Myers, Haleigh	Associate	\$525	71.6	\$37,590.00
Haigis, Maya	Associate	\$525	41.4	\$21,735.00
Patel, Ishika	Associate	\$525	21.2	\$11,130.00
Associate Total			2,879.5	\$1,628,442.50
Jones, Mackenzie	Consultant	\$600	213.0	\$127,800.00
Bruck, Ran	Consultant	\$600	134.9	\$80,940.00
Consultant Total			347.9	\$208,740.00
Slay, David	Analyst	\$525	327.5	\$171,937.50
Burns, Zach	Analyst	\$500	206.4	\$103,200.00
Nizhner, David	Analyst	\$500	161.2	\$80,600.00
Simoneaux, Nicole	Analyst	\$475	246.0	\$116,850.00
Clayton, Lance	Analyst	\$475	203.0	\$96,425.00
Liv-Feyman, Alec	Analyst	\$450	280.4	\$126,180.00
Tenney, Bridger	Analyst	\$450	239.3	\$107,685.00
Lowdermilk, Quinn	Analyst	\$450	216.5	\$97,425.00

Timekeeper Name	Position	Hourly Rate	Total Hours Billed	Total Compensation
Radwanski, Igor	Analyst	\$450	208.2	\$93,690.00
Warren, Matthew	Analyst	\$450	149.3	\$67,185.00
Stockmeyer, Cullen	Analyst	\$450	72.4	\$32,580.00
Ryan II, Matthew	Analyst	\$450	45.3	\$20,385.00
George, Samuel	Analyst	\$450	8.8	\$3,960.00
Hubbard, Taylor ²	Analyst	\$425	220.1	\$93,542.50
Myers, Claire	Analyst	\$425	215.5	\$91,587.50
Guerrier, Ritchine	Analyst	\$400	262.5	\$105,000.00
Analyst Total			3,062.4	\$1,408,232.50
GRAND TOTAL			17,127.1	\$12,305,541.50

Blended Hourly Rate: \$718.48

² The proper billing rate for this biller is \$425. In prior fee submissions the rate for Ms. Hubbard was incorrectly listed and calculated at a rate of \$400 per hour. No retroactive application of the rate differential is sought, however, on this January Statement and for future statements, the billing rate for this biller will be \$425.

STATEMENT OF FEES BY PROJECT CATEGORY³
JANUARY 1, 2023 THROUGH AND INCLUDING JANUARY 31, 2023

Project Name	Hours	Fee Amount
ACCOUNTING	1,106.2	\$832,725.50
ASSET SALES	156.3	\$119,334.50
AVOIDANCE ACTIONS	3,370.6	\$2,356,047.50
COURT HEARINGS	12.9	\$14,475.00
BUSINESS OPERATIONS	3,427.6	\$2,364,385.50
CASE ADMINISTRATION	265.2	\$185,102.50
CASH MANAGEMENT	983.4	\$754,955.00
CLAIMS	656.8	\$502,602.50
COMMUNICATIONS	20.3	\$20,966.50
CONTRACTS	947.4	\$512,027.00
COURT AND UST REPORTING	142.9	\$123,180.00
CREDITOR COOPERATION	511.8	\$435,607.00
DISCLOSURE STATEMENT AND PLAN	16.3	\$11,985.00
DUE DILIGENCE	271.0	\$215,517.50
EMPLOYEE MATTERS	509.9	\$357,012.50
FEE APPLICATION	85.5	\$49,642.50
FINANCIAL ANALYSIS	1,168.3	\$908,639.50
INTERCOMPANY	136.4	\$80,510.00
GOVERNMENT AND REGULATORY DATA REQUESTS	934.6	\$682,783.50
MOTIONS AND RELATED SUPPORT	441.1	\$371,830.00
SCHEDULES AND STATEMENTS	838.3	\$570,597.50
TAX INITIATIVES	446.2	\$366,182.00
NON-WORKING TRAVEL (BILLED AT 50%)	233.1	\$180,670.00
VENDOR MANAGEMENT	445.0	\$288,763.00
TOTAL	17,127.1	\$12,305,541.50

³ The subject matter of certain time entries may be appropriate for more than one project category. In such instances, time entries generally have been included in the most appropriate category. Time entries do not appear in more than one category.

SUMMARY OF ACTUAL AND NECESSARY EXPENSES

Expense Summary	
Expense Category	Amount
Lodging	\$75,359.17
License Fees	\$66,724.58
Airfare	\$38,252.46
Transportation	\$22,921.05
Meals	\$12,347.21
Miscellaneous	\$8,414.37
TOTAL	\$224,018.84

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

**THIRD MONTHLY FEE STATEMENT OF ALVAREZ & MARSAL NORTH
AMERICA, LLC AS FINANCIAL ADVISORS TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD
FROM JANUARY 1, 2023 THROUGH AND INCLUDING JANUARY 31, 2023**

Alvarez & Marsal North America, LLC (“A&M”), Financial Advisors to FTX Trading Ltd. and its affiliated debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), hereby submits this Third monthly fee statement (this “Monthly Fee Statement”) for compensation for professional services rendered and expenses incurred for the period from January 1, 2023, through and including January 31, 2023 (the “Fee Period”). In support of the Monthly Fee Statement, A&M respectfully states as follows:

Background

1. On November 11 and November 14, 2022,² the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) voluntary petitions for relief under title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended or modified,

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>.

² November 11, 2022 is the petition date for all Debtors, except for Debtor West Realm Shires Inc.

the “Bankruptcy Code”). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Joint administration of the Debtors’ cases (the “Chapter 11 Cases”) was authorized by the Court by entry of an order on November 22, 2022 [D.I. 128]. On December 15, 2022, the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) appointed an Official Committee of Unsecured Creditors (the “Committee”) pursuant to section 1102 of the Bankruptcy Code [D.I. 231].

2. On January 19, 2023, the Court entered the *Order Authorizing the Retention and Employment of Alvarez & Marsal North America, LLC as Financial Advisors to the Debtors and Debtors-in-Possession Pursuant to Sections 327(a) and 328 of the Bankruptcy Code* [D.I. 534], authorizing the retention and employment of A&M as the Debtors’ financial advisors, *nunc pro tunc* to November 11, 2022.

3. On January 9, 2023, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, [D.I. 435] (the “Interim Compensation Order”).

Relief Requested

4. By this Monthly Fee Statement and in accordance with the Interim Compensation Order, A&M makes this application for (i) allowance of compensation as an administrative expense of the Debtors’ estates in the amount of \$12,305,541.50 for reasonable and necessary professional services rendered, (ii) payment of compensation in the amount of 80% thereof (in the amount of \$9,844,433.20) and (iii) payment of \$224,018.84 for actual and necessary expenses incurred.

a. Compensation Requested

5. The services performed by A&M during the Fee Period included, among

others, identification of assets and collateral, development of accounting records and reporting procedures, vendor outreach and management services, statements and schedules preparation, analysis of contracts, cooperation with various constituencies including the Official Committee of Unsecured Creditors and the United States Trustee, evaluating potential preference and avoidance actions, assistance with cash management services, and the development of operational restructuring strategies. The following exhibits are attached hereto for the Fee Period: (i) Exhibit A is a summary of time detail by professional; (ii) Exhibit B is a summary of time by task; (iii) Exhibit C is a summary of time records by professional by project category; and (iv) Exhibit D is a summary of time detail by activity by professional. This detailed itemization complies with Local Rule 2016-2 in that each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity, all time is billed in increments of one-tenth (1/10) of an hour, time entries are presented chronologically in categories, and all meetings or hearings are individually identified.

6. The timekeepers who rendered services related to each category are identified in Exhibit A, Exhibit B, Exhibit C, and Exhibit D along with the number of hours for each individual and the total compensation sought by each category. All services for which A&M requests compensation were performed for, or on behalf of, the Debtors.

b. Expense Reimbursement

7. A&M incurred out-of-pocket expenses during the Fee Period in the amount of \$224,018.84. The following exhibits are attached hereto for the Fee Period: (i) Exhibit E is a summary of expenses by category and (ii) Exhibit F is a description of the expenses actually incurred by A&M in the performance of services rendered as Financial Advisors to the Debtors. The expenses are broken down into categories of charges, which may

include, among other things, the following charges: airfare, lodging, out of town meals, transportation, and other expenses.

8. In accordance with section 330 of the Bankruptcy Code, A&M seeks reimbursement only for the actual cost of such expenses to A&M. A&M submits that all such expenses incurred were customary, necessary and related to the Chapter 11 Cases and, by this Monthly Fee Statement, requests reimbursement of the same.

Valuation of Services

9. Professionals of A&M have expended a total of 17,127.1 hours in connection with this matter during the Fee Period.

10. The amount of time spent by each of the professionals providing services to the Debtors for the Fee Period is set forth in Exhibit A, Exhibit B, Exhibit C, and Exhibit D. The rates are A&M's normal hourly rates of compensation for work of this character. The reasonable value of the services rendered by A&M for the Fee Period as Financial Advisors for the Debtors in the Chapter 11 Cases is \$12,305,541.50.

11. A&M believes that the time entries included in Exhibit A, Exhibit B, Exhibit C, and Exhibit D, attached hereto and the expense breakdown set forth in Exhibit E and Exhibit F attached hereto are in compliance with the requirements of Local Rule 2016-2.

12. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given the complexities of these Chapter 11 Cases, the time expended, the nature and extent of the services rendered, the value of such services, and the costs of comparable services other than in a case under this title.

Certificate of Compliance and Waiver

13. The undersigned representative of A&M certifies that he has reviewed the requirements of Local Rules 2016-2 and that the Monthly Fee Statement substantially complies with such rule. To the extent that the Monthly Fee Statement does not comply in all respects with the requirements of Local Rule 2016-2, A&M believes that such deviations are not material and respectfully requests that any such requirements be waived.

Notice and No Prior Request

14. Notice of this Monthly Fee Statement has been given to the following parties or, in lieu of, to their counsel, if known: (a) the U.S. Trustee; (b) the Official Committee of Unsecured Creditors; and (c) all parties required to be given notice in the Interim Compensation Order. A&M submits that no other or further notice is necessary.

15. No prior request for the relief sought in this Monthly Fee Statement has been made to this or any other Court.

WHEREFORE, A&M respectfully requests that the Bankruptcy Court (i) approve the Monthly Fee Statement and (ii) grant such further relief as is just and proper.

Respectfully,

Alvarez & Marsal North America, LLC

By: Ed Mosley
Ed Mosley
Title: Managing Director